

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re ENRON CORPORATION SECURITIES
LITIGATION

This Document Relates To:

MARK NEWBY, *et al.*, individually and on
behalf of all others similarly situated,
Plaintiffs,

vs.

ENRON CORP., *et al.*

Defendants.

THE REGENTS OF THE UNIVERSITY OF
CALIFORNIA, *et al.*, individually and on
behalf of all others similarly situated,
Plaintiffs,

vs.

KENNETH L. LAY, *et al.*

Defendants.

United States Courts
Southern District of Texas
FILED

JAN 28 2004

Michael N. Milby, Clerk

Civil Action No. H-01-3624
(Consolidated)

**UNOPPOSED MOTION OF DEFENDANTS
LEHMAN BROTHERS HOLDINGS INC. AND LEHMAN BROTHERS INC.
TO DISMISS THE SECTION 10(b) AND SECTION 20(a) CLAIMS AGAINST
THEM IN THE FIRST AMENDED CONSOLIDATED COMPLAINT**

Defendants Lehman Brothers Holdings Inc. and Lehman Brothers Inc. (collectively, the "Lehman Defendants"), on keeping with the requirements of Local Rule 7.2, file this Motion to advise the Court that Lead Plaintiff no longer opposes dismissal of the Section 10(b) and Section 20(a) claims it has asserted against the Lehman Defendants in the First Amended Consolidated Complaint and that the Lehman Defendants' Motion to Dismiss (Docket 1526) is now

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unopposed in that regard. In support of their Unopposed Motion, the Lehman Defendants state as follows:

1. On May 14, 2003, Lead Plaintiff filed a First Amended Complaint against the Lehman Defendants and others, alleging claims against the Lehman Defendants for violation of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, Sections 11, 12 and 15 of the Securities Act of 1933 and Article 581-33(A)(2) of the Texas Securities Act.

2. On June 18, 2003, the Lehman Defendants moved to dismiss all claims against them. The Lehman Defendants' Motion, which Lead Plaintiff initially opposed in its entirety, is fully briefed.

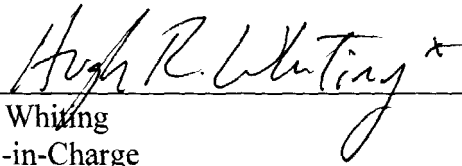
3. On January 27, 2004, Lead Plaintiff withdrew its opposition to dismissal of its Section 10(b) and Section 20(a) claims against the Lehman Defendants. (A copy of Lead Plaintiff's Notice of Withdrawal of Opposition is attached hereto as Exhibit A.)

4. Given that the Lehman Defendants' Motion to Dismiss the Section 10(b) and Section 20(a) claims against them is now unopposed, the Court should dismiss those claims.

WHEREFORE, the Lehman Defendants respectfully request that the Court enter an order (filed herewith) dismissing the Section 10(b) and Section 20(a) claims against them.

Dated: January 28, 2004
Houston, Texas

Respectfully submitted,



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***Attorneys for Lehman Brothers Holdings Inc.
and Lehman Brothers Inc.***

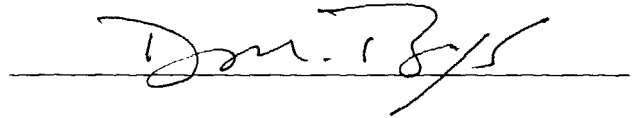
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** signed by permission*

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CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the foregoing instrument was served on the attorneys of record for all parties to the above cause through esl3624.com in accordance with the Court's order regarding website service on the 28th day of January, 2004.



In re ENRON CORPORATION SECURITIES
LITIGATION

§
§ CLASS ACTION

Defendants.

EXHIBIT
A

PLEASE TAKE NOTICE that Lead Plaintiff hereby withdraws its opposition (in Docket Number 1574) to Lehman Brothers Holdings Inc.'s and Lehman Brothers Inc.'s Motion to Dismiss the claim for a violation of §§10(b) and 20(a) of the Securities Exchange Act of 1934 in the First Amended Consolidated Complaint. Lead Plaintiff's opposition to Lehman's motion to dismiss the §11 claim is not affected by this withdrawal.

DATED: January 27, 2004

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that a copy of the LEAD PLAINTIFF'S NOTICE OF WITHDRAWAL OF OPPOSITION TO LEHMAN BROTHERS HOLDINGS INC.'S AND LEHMAN BROTHERS INC.'S MOTION TO DISMISS §10(B) CLAIM has been served by sending a copy via electronic mail to serve@ESL3624.com on this 27th day of January, 2004.

I further certify that a copy of the foregoing document has been served via overnight mail on the following parties, who do not accept service by electronic mail on January 27, 2004.

Carolyn S. Schwartz
United States Trustee, Region 2
33 Whitehall Street, 21st Floor
New York, NY 10004

Deborah S. Granger

DEBORAH S. GRANGER